

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

TEMPUR SEALY INTERNATIONAL, INC.

and

MATTRESS FIRM GROUP INC.,

Defendants.

**Case No.:** 4:24-cv-02508

**PLAINTIFF FEDERAL TRADE COMMISSION’S UNOPPOSED MOTION FOR  
ENTRY OF STIPULATED TEMPORARY RESTRAINING ORDER**

Plaintiff Federal Trade Commission (the “FTC”), by and through its undersigned counsel, respectfully moves this Court for entry of the parties’ stipulated temporary restraining order, attached as Exhibit A. Defendants do not oppose the entry of that order.

The FTC has filed this action pursuant to Section 13(b) of the Federal Trade Commission Act, 15 U.S.C. § 53(b), seeking to preliminarily enjoin Defendants Tempur Sealy International, Inc. (“Tempur Sealy”) and Mattress Firm Group Inc. (“Mattress Firm”) from consummating their agreement for Tempur Sealy to acquire Mattress Firm (the “Proposed Acquisition”). Specifically, the FTC is requesting a preliminary injunction to preserve the status quo during the pendency of the FTC’s administrative adjudication of whether the Proposed Acquisition violates the antitrust laws.

The FTC and Defendants have agreed that, in the event that the FTC filed an enforcement action in federal court seeking to enjoin Defendants’ Proposed Acquisition, the parties would

stipulate to a temporary restraining order whereby Defendants would not close the Proposed Acquisition before this Court enters a scheduling order or the date that is 45 days after the FTC's complaint is served on the Defendants, whichever comes earlier. The parties further agreed that they will negotiate in good faith a further extension of the date before which Defendants agreed not to close the Proposed Acquisition as part of negotiating a proposed scheduling order. Lastly, provided that the schedule ultimately entered by the Court accounts for Defendants' need for a decision on the preliminary injunction before the Termination Date of the acquisition agreement and other related scheduling issues, the parties agreed to extend the date before which Defendants will not close the Proposed Acquisition until after the expected date by which the Court will rule on the preliminary injunction. The parties' stipulated temporary restraining order is submitted as Exhibit A.

On July 2, 2024, the FTC filed an enforcement action in federal court seeking to enjoin Defendants' Proposed Acquisition. Absent entry of a temporary restraining order, Defendants would be free to consummate the Proposed Acquisition after 11:59 p.m. Eastern Time on July 7, 2024. The FTC, therefore, respectfully requests that the Court enter the attached Proposed Order on or before 5:00 p.m. Central Time on July 5, 2024.

Dated: July 2, 2024

Respectfully submitted,

/s/ Allyson M. Maltas

Allyson M. Maltas  
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*Counsel for Plaintiff  
Federal Trade Commission*

**CERTIFICATE OF SERVICE**

I hereby certify that on July 2, 2024, I electronically filed a true and correct copy of the foregoing document using the CM/ECF system of the United States District Court for the Southern District of Texas.

I further certify that I served the foregoing document on the following counsel via electronic mail:

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/s/ Allyson M. Maltas  
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Attorney-in-Charge